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STATE OF ALABAMA )  
COUNTY OF MADISON )

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
PRO V & V, INC.

# COPY

Pursuant to the Alabama Business and Nonprofit Entities Code, Sections 10A-2-10.01, 10A-2-10.03, and 10A-2-10.06, the undersigned corporation, **PRO V & V, INC.**, a corporation organized and existing under the laws of the State of Alabama (the "Corporation"), hereby submits the following:

1. The name of the Corporation is **Pro V & V, Inc.**
2. The Corporation was incorporated on September 20, 2011, by the filing of Articles of Incorporation in the office of the Judge of Probate for Madison County, Alabama.
3. The Articles of Incorporation of the Corporation shall be amended by deleting Article 3 of the Articles in its entirety and substituting the following in lieu thereof:

**"ARTICLE 3  
SHARES**

3.1 The aggregate number of shares the Corporation is authorized to issue shall be 100,000 shares of Common Stock of the par value of \$0.10 per share (the "Common Stock"), and 20,000 shares of Preferred Stock of the par value of \$0.10 per share (the "Preferred Stock").

3.2 No shareholder of the Corporation shall have any preemptive right to acquire any unissued shares of the Corporation of any class now or hereafter authorized, or any securities convertible into, or exchangeable for, any such shares, or any warrants or any instruments evidencing rights or options to subscribe for, purchase or otherwise acquire any such shares, whether such shares, securities, warrants or other instruments are now, or shall hereafter be, authorized, unissued or issued and thereafter acquired by the Corporation.

3.3 If the Corporation declares or pays a dividend or distribution on the Common Stock, whether such dividend or distribution is payable in cash, securities or other property, including the purchase or redemption by the Corporation or any of its subsidiaries of shares of Common Stock for cash, securities or property, but excluding any repurchases of Common Stock held by employees or consultants of the Corporation upon termination of their employment or services pursuant to agreements providing for such repurchase,

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SECRETARY OF STATE  
OF ALABAMA

the Corporation shall simultaneously declare and pay a dividend on the Preferred Stock on a pro rata basis with the Common Stock determined on an as-converted basis assuming all shares of Preferred Stock had been converted to Common Stock immediately prior to the record date of the applicable dividend (or if no record date is fixed, the date as of which the record holders of Common Stock entitled to such dividends are to be determined). Notwithstanding the foregoing or any provision in these Articles of Incorporation to the contrary, the Board of Directors of the Corporation may declare and pay a dividend or distribution solely on the Preferred Stock payable in cash, securities or other property (a "Preferred Stock Dividend"), without declaring or paying, and without any obligation to declare or pay, a dividend on the Common Stock. Notwithstanding any other provision in this Agreement, the Board of Directors of the Corporation shall be under no obligation to declare or pay a dividend or distribution upon any class of capital stock of the Corporation, and no dividend shall accrue upon any class of capital stock of the Corporation.

3.4 Upon either (a) the closing of the sale of shares of Common Stock to the public, in a firm-commitment underwritten public offering pursuant to an effective registration statement under the Securities Act of 1933, as amended, resulting in at least \$25,000,000 of gross proceeds to the Corporation; (b) the date and time, or the occurrence of an event, specified by the unanimous vote or written consent of the Board of Directors of the Corporation; or (c) the date and time, or the occurrence of an event, specified by vote or written consent of the holders of at least a majority of the then outstanding shares of Preferred Stock (the time of such closing or the date and time specified or the time of the event specified in such vote or written consent is referred to herein as the "Mandatory Conversion Time"), then (i) each outstanding share of Preferred Stock shall automatically be converted into one (1) share of Common Stock, and (ii) such shares of Preferred Stock may not be reissued by the Corporation.

3.5 All holders of record of shares of Preferred Stock shall be sent written notice of the Mandatory Conversion Time and the place designated for mandatory conversion of all such shares of Preferred Stock pursuant to Section 3.4. Such notice need not be sent in advance of the occurrence of the Mandatory Conversion Time. Upon receipt of such notice, each holder of shares of Preferred Stock in certificated form shall surrender his, her or its certificate or certificates for all such shares (or, if such holder alleges that such certificate has been lost, stolen or destroyed, a lost certificate affidavit and agreement reasonably acceptable to the Corporation to indemnify the Corporation against any claim that may be made against the Corporation on account of the alleged loss, theft or destruction of such certificate) to the Corporation at the place designated in such notice. If so required by the Corporation, any certificates surrendered for conversion shall be endorsed or accompanied by written instrument or instruments of transfer, in form satisfactory to the Corporation, duly executed by the registered holder or by his, her or its attorney duly authorized in writing. All rights with respect to the Preferred Stock converted pursuant to Section 3.4, including the rights, if any, to receive notices and vote (other than as a holder of Common Stock), will terminate

at the Mandatory Conversion Time (notwithstanding the failure of the holder or holders thereof to surrender any certificates at or prior to such time), except only the rights of the holders thereof, upon surrender of any certificate or certificates of such holders (or lost certificate affidavit and agreement) therefor, to receive the items provided for in the next sentence of this Section 3.5. As soon as practicable after the Mandatory Conversion Time and, if applicable, the surrender of any certificate or certificates (or lost certificate affidavit and agreement) for Preferred Stock, the Corporation shall (a) issue and deliver to such holder, or to his, her or its nominees, a certificate or certificates for the number of full shares of Common Stock issuable on such conversion in accordance with the provisions hereof and (b) pay cash as provided in Section 3.6 in lieu of any fraction of a share of Common Stock otherwise issuable upon such conversion and the payment of any declared but unpaid dividends on the shares of Preferred Stock converted. Such converted Preferred Stock shall be retired and cancelled and may not be reissued as shares of such series, and the Corporation may thereafter take such appropriate action (without the need for stockholder action) as may be necessary to reduce the authorized number of shares of Preferred Stock accordingly.

3.6 No fractional shares of Common Stock shall be issued upon conversion of the Preferred Stock. In lieu of any fractional shares to which the holder would otherwise be entitled, the Corporation shall pay cash equal to such fraction multiplied by the fair market value of a share of Common Stock as determined in good faith by the Board of Directors of the Corporation. Whether or not fractional shares would be issuable upon such conversion shall be determined on the basis of the total number of shares of Preferred Stock the holder is at the time converting into Common Stock and the aggregate number of shares of Common Stock issuable upon such conversion.

3.7 Except as otherwise provided in this Article 3, the rights of the holders of the outstanding shares of the Preferred Stock shall be pari passu to the rights of the holders of the Common stock, including, without limitation, the right to vote shares of the Preferred Stock.

3.8 The Bylaws of the Corporation, an agreement among shareholders of the Corporation or an agreement between shareholders and the Corporation may impose restrictions on the transfer or registration of transfer of shares of the Corporation, and notice is hereby given that such bylaw provision or agreement may exist restricting the transfer or registration of transfer of shares of the Corporation. If such bylaw provision or agreement exists, the restriction on transfer or registration of transfer of shares of the Corporation imposed thereby will be noted conspicuously on the front or back of the certificate or certificates evidencing the shares to which the restriction relates. Even if not so noted, such a restriction is enforceable against a person with actual knowledge of the restriction.”

4. All shares outstanding on the effective date of this Amendment shall be deemed and hereafter referred to as "Common Stock" without further action by the Shareholders or the Corporation.

5. This Amendment to the Articles of Incorporation of the Corporation was approved by Unanimous Written Consent of the Shareholders and the Board of Directors dated March 1, 2017. There were 70,000 shares eligible to vote on the amendment.

6. These Articles of Amendment are being filed in the Office of the Judge of Probate of Madison County, Alabama, for the purpose of effecting such amendment in accordance with the requirements of Section 10A-1-4.02.

7. These Articles of Amendment shall be effective as of the date of filing.

*[Signature page to follow.]*

*[Signature page to Articles of Amendment to Articles of Incorporation of Pro V & V, Inc.]*

IN WITNESS WHEREOF, the undersigned corporation, by its duly authorized officer and with full authority, has executed these Articles of Amendment to Articles of Incorporation as of the 1 day of March, 2017.

PRO V & V, INC.

By:   
Ryan Jackson Cobb  
Its: President

This instrument prepared by:  
L. Justin Burney, Esq.  
Maynard, Cooper & Gale, P.C.  
655 Gallatin Street  
Huntsville, Alabama 35801  
(256) 512-5722

**TOMMY RAGLAND  
JUDGE OF PROBATE  
MADISON COUNTY, AL**

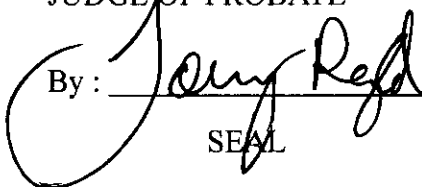
ALABAMA  
MADISON COUNTY

I do hereby certify this to be a true copy of the attached document filed and recorded in the  
aforesaid county as evidence by Instrument Number

20170309000129400 in Book No. NA Page No. NA and consists of 5 page/s.

Witness my hand and Official seal this 9<sup>th</sup> day of March 2017.

Tommy Ragland  
JUDGE OF PROBATE

By :  Deputy  
SEAL cal

Tommy Ragland  
Judge of Probate  
100 NorthSide Square  
Madison County Alabama 35801

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## ARTICLES OF INCORPORATION

OF

PRO V & V, INC.



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Madison Cnty Judge of Probate, AL  
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For the purpose of forming a domestic business corporation pursuant to Chapter 2 and Chapter 1 (to the extent the provisions thereof are applicable to business corporations) of the Alabama Business and Nonprofit Entities Code and any act amendatory thereof, supplementary thereto or substituted therefor (hereinafter referred to as the "Entities Code"), the undersigned does hereby sign and adopt these Articles of Incorporation, and, upon the filing for record of these Articles of Incorporation in the Office of the Judge of Probate of Madison County, Alabama the existence of a corporation (hereinafter referred to as the "Corporation"), under the name set forth in Article 1 hereof, shall commence.

### ARTICLE 1

#### NAME

1.1 The name of the Corporation shall be **Pro V & V, Inc.**

### ARTICLE 2

#### TYPE OF ENTITY

2.1 The type of entity being formed under the Entities Code is a domestic business corporation.

### ARTICLE 3

#### SHARES

3.1 The aggregate number of shares the Corporation is authorized to issue shall be 100,000 shares of Common Stock of the par value of \$.10 per share.

3.2 No shareholder of the Corporation shall have any preemptive right to acquire any unissued shares of the Corporation of any class now or hereafter authorized, or any securities convertible into, or exchangeable for, any such shares, or any warrants or any instruments evidencing rights or options to subscribe for, purchase or otherwise acquire any such shares, whether such shares, securities, warrants or other instruments are now, or shall hereafter be, authorized, unissued or issued and thereafter acquired by the Corporation.

3.3 The Bylaws of the Corporation, an agreement among shareholders of the Corporation or an agreement between shareholders and the Corporation may impose restrictions on the transfer or registration of transfer of shares of the Corporation, and notice is hereby given that such bylaw provision or agreement may exist restricting the transfer or registration of transfer of shares of the Corporation. If such bylaw provision or agreement exists, the restriction on transfer or registration of transfer of shares of the Corporation imposed thereby will be noted conspicuously on the front or back of the certificate or certificates evidencing the shares to which

the restriction relates. Even if not so noted, such a restriction is enforceable against a person with actual knowledge of the restriction.

**ARTICLE 4**  
**REGISTERED OFFICE AND REGISTERED AGENT**

4.1 The street address of the Corporation's initial registered office shall be 10204 Gibraltar Drive, Huntsville, Alabama 35803.

4.2 The Corporation's initial registered agent at such office shall be Jack Cobb.

**ARTICLE 5**  
**INCORPORATOR**

5.1 The name and address of the sole incorporator are as follows:

NAME	ADDRESS
W. Brad English	655 Gallatin Street Huntsville, Alabama 35801

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**ARTICLE 6**  
**INITIAL DIRECTORS**

6.1 The number of directors constituting the initial Board of Directors shall be one (1). After the first annual meeting of shareholders, or a meeting specifically in lieu thereof, the number of directors shall be as set forth in, or as determined in accordance with, the Bylaws.

6.2 The names and addresses of the persons who are to serve as the initial directors until the first annual meeting of shareholders or until such persons' successor is elected and qualifies, except as otherwise provided in Section 8.2, are as follows:

DIRECTOR	ADDRESS
Jack Cobb	10204 Gibraltar Drive Huntsville, Alabama 35803

**ARTICLE 7**  
**PURPOSES, OBJECTS AND POWERS**

7.1 The purposes, objects and powers of the Corporation are:

(a) To engage in any lawful business, act or activity for which a corporation may be organized under the Entities Code, it being the purpose and intent of this Article 7 to invest the Corporation with the broadest purposes, objects and powers lawfully permitted a corporation formed under the Entities Code.



(b) To carry on any and all aspects, ordinary or extraordinary, of any lawful business and to enter into and carry out any transaction, ordinary or extraordinary, permitted by law, having and exercising in connection herewith all powers given to corporations by the Entities Code and all other applicable laws of the State of Alabama.

(c) Without limiting the scope and generality of the foregoing, the Corporation shall have the following specific purposes, objects and powers:

(1) To engage in the business of the testing systems and software and to engage in all activities and endeavors related to, necessary for or arising from the foregoing;

(2) To sue and be sued, complain and defend in its corporate name;

(3) To have a corporate seal, which may be altered at will, and to use it, or a facsimile of it, by impressing or affixing it or in any manner reproducing it;

(4) To make and amend Bylaws, not inconsistent with its articles of incorporation or with the laws of this state, for managing the business and regulating the affairs of the Corporation;

(5) To purchase, receive, lease, or otherwise acquire, and own, hold, improve, use, and otherwise deal with, real or personal property, or any legal or equitable interest in property, wherever located;

(6) To sell, convey, mortgage, pledge, lease, exchange, and otherwise dispose of all or any part of its property;

(7) To purchase, receive, subscribe for, or otherwise acquire; own, hold, vote, use, sell, mortgage, lend, pledge, or otherwise dispose of; and deal in and with shares or other interests in, or obligations of, any other entity;

(8) To make contracts, including guaranty and suretyship contracts and indemnity agreements, incur liabilities, borrow money, issue its notes, bonds, and other obligations (which may be convertible into or include the option to purchase other securities of the Corporation), secure any of its obligations (or the obligations of others for whom it can make guarantees, whether or not a guarantee is made) by mortgage or pledge of or creation of security interests in any of its property, franchises, or income, and without limiting the generality of the foregoing;

a. To make contracts of guaranty and suretyship and indemnity agreements that are necessary or convenient to the conduct, promotion or attainment of the business of the Corporation, and

b. To make contracts of guaranty and suretyship and indemnity agreements that are necessary or convenient to the conduct, promotion or attainment of the business of (i) an entity that is wholly owned, directly or indirectly, by the Corporation, (ii) a person that owns, directly or indirectly, all of

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Board of Directors. The Bylaws may contain any provisions for regulating the business and affairs of the Corporation that is not inconsistent with law or these Articles of Incorporation.

8.2 All corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, its Board of Directors, subject to any limitations set forth in these Articles of Incorporation or in an agreement authorized under the Entities Code. The number of directors comprising the initial Board of Directors shall be as set forth in Article 6 above. The number of directors of the Corporation shall be fixed from time to time in the manner provided in the Bylaws, or, in the absence of such a bylaw, the number of directors shall be Four (4). The number of directors may be increased or decreased from time to time by amendment to the Bylaws or in the manner provided for therein, provided that the Board of Directors may not, and only the shareholders may, increase or decrease by more than 30% the number of directors last approved by the shareholders.

8.3 No director of the Corporation shall be personally liable to the Corporation or its shareholders for monetary damages for breach of fiduciary duty as a director, except liability for (a) the amount of a financial benefit received by the director to which he or she is not entitled; (b) an intentional infliction of harm on the Corporation or the shareholders; (c) voting for or assenting to any unlawful distribution, as defined in the Entities Code; (d) an intentional violation of criminal law; or (e) a breach of the director's duty of loyalty to the Corporation or its shareholders. If the Entities Code is hereafter amended to further eliminate or limit the liability of a director, then a director of the Corporation, in addition to the circumstances in which a director is not personally liable as set forth in the preceding sentence, shall not be liable to the fullest extent permitted by the amended Entities Code.

8.4 The Corporation reserves the right from time to time to amend, alter or repeal each and every provision contained in these Articles of Incorporation, or to add one or more additional provisions, in the manner now or hereafter prescribed or permitted by the Entities Code, and all rights conferred upon shareholders at any time are granted subject to this reservation. Any such amendment for which voting by voting group is required by the Entities Code shall be effective only if each voting group approves in addition to approval of all shareholders entitled to vote.

## **ARTICLE 9**

### **INDEMNIFICATION**

9.1 (a) Except as provided in subsection (d) of this Section 9.1, the Corporation (which term, for purposes of this Article 9, includes any domestic or foreign predecessor entity of the Corporation in a merger or other transaction in which the predecessor's existence ceased upon consummation of the transaction) shall indemnify an individual who is or was a director, officer, employee or agent of the Corporation or an individual who, while a director, officer, employee or agent of the Corporation, is or was serving at the Corporation's request as a director, officer, partner, trustee, employee or agent of another foreign or domestic corporation, partnership, joint venture, trust, employee benefit plan or other enterprise (an "Indemnitee", which term includes, unless the context requires otherwise, the estate or personal representative of such individual) who was, is or has threatened to be made a named defendant or respondent (a "Party") in any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative and whether formal or informal (a "Proceeding") because he or

she is or was a director, officer, employee or agent of the Corporation or, while a director, officer, employee or agent of the Corporation, is or was serving at the Corporation's request as a director, officer, partner, trustee, employee or agent of another foreign or domestic corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, against the obligation to pay a judgment, settlement, penalty, fine (including an excise tax assessed with respect to an employee benefit plan), and all reasonable expenses, including counsel fees, incurred with respect to a Proceeding ("Liability") incurred in the Proceeding if:

- (1) the Indemnitee conducted himself or herself in good faith; and
- (2) the Indemnitee reasonably believed:

- a. in the case of conduct in his or her Official Capacity (meaning thereby (a) when used with respect to a director, the office of director in the Corporation; and (b) when used with respect to an individual other than a director, the office in the Corporation held by an officer or the employment or agency relationship undertaken by the employee or agent on behalf of the Corporation; "Official Capacity" does not include service for any other foreign or domestic corporation or any partnership, joint venture, trust, employee benefit plan or other enterprise) with the Corporation, that the conduct was in its best interest; and

- b. in all other cases that the conduct was at least not opposed to its best interest; and

- (3) in case of any criminal Proceeding the Indemnitee had no reasonable cause to believe his or her conduct was unlawful.

(b) An Indemnitee is considered to be serving an employee benefit plan at the Corporation's request if his or her duties to the Corporation also impose duties on, or otherwise involve services by, the Indemnitee to the plan or to participants in or beneficiaries of the plan. An Indemnitee's conduct with respect to an employee benefit plan for a purpose he or she reasonably believed to be in the interests of the participants in, and beneficiaries of, the plan is conduct that satisfies the requirement of subsection (a)(2)(b) of this Section 9.1.

(c) The termination of a Proceeding by judgment, order, settlement, or conviction, or upon a plea of nolo contendere or its equivalent is not, of itself, determinative that the Indemnitee did not meet the standard of conduct described in this section.

- (d) The Corporation shall not indemnify an Indemnitee under this section:

- (1) in connection with a Proceeding by or in the right of the Corporation in which the Indemnitee was adjudged liable to the Corporation; or

- (2) in connection with any other Proceeding charging improper personal benefit to the Indemnitee, whether or not involving action in his or her Official Capacity, in which the Indemnitee was adjudged liable on the basis that personal benefit was improperly received by him or her.

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(e) Indemnification permitted under this section in connection with a Proceeding by or in the right of the Corporation is limited to reasonable expenses, including counsel fees, incurred in connection with the Proceeding.

9.2 The Corporation shall indemnify an Indemnitee who was successful, on the merits or otherwise, in the defense of any Proceeding, or of any claim, issue or matter in such Proceeding, where he or she was a Party because he or she is or was a director, officer, employee or agent of the Corporation or, while a director, officer, employee or agent of the Corporation, is or was serving at the Corporation's request as a director, officer, partner, trustee, employee or agent of another foreign or domestic corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, against reasonable expenses, including counsel fees, incurred in connection therewith, notwithstanding that he or she was not successful on any other claim, issue or matter in any such Proceeding.

9.3 (a) The Corporation may pay for or reimburse the reasonable expenses, including counsel fees, incurred by an Indemnitee who was a party to a Proceeding in advance of final disposition of the Proceeding if:

(1) the Indemnitee furnishes the Corporation a written affirmation of good faith and belief that he or she has met the standard of conduct described in Section 9.1 above;

(2) the Indemnitee furnishes the Corporation a written undertaking, executed personally or on the Indemnitee's behalf, to repay the advance if it is ultimately determined that the Indemnitee did not meet the standard of conduct, or is not otherwise entitled to indemnification under Section 9.1(d), unless an indemnification is approved by the court under the provisions of the Entities Code;

(3) a determination is made that the facts then known to those making the determination would not preclude indemnification under this Article 9.

(b) The undertaking required by subsection (a)(2) above must be an unlimited general obligation of the Indemnitee but need not be secured and may be accepted without reference to financial ability to make repayment.

(c) Determinations and authorizations of payment under this section shall be made in the manner specified in Section 9.4 below.

9.4 (a) The Corporation may not indemnify an Indemnitee under Section 9.1 above unless authorized in the specific case after a determination has been made that indemnification of the Indemnitee is permissible in the circumstances because the Indemnitee has met the standard of conduct set forth in Section 9.1 above.


(b) The determination shall be made:

(1) by the Board of Directors of the Corporation by a majority vote of a quorum consisting of directors not at the time Parties to the Proceeding;



SIGNATURE PAGE TO FOLLOW

IN TESTIMONY WHEREOF, witness the hand and seal of the undersigned incorporator  
as of the 20 day of September, 2011.

  
\_\_\_\_\_  
W. Brad English

This instrument prepared by:  
W. Brad English  
Maynard Cooper & Gale, P.C.  
655 Gallatin Street  
Huntsville, Alabama 35801

Alabama  
Sec. Of State

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Date 9/21/2011  
Time 17:00  
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Exp \$.00

Total \$100.00  
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Beth Chapman  
Secretary of State

P. O. Box 5616  
Montgomery, AL 36103-5616

# STATE OF ALABAMA

I, Beth Chapman, Secretary of State of Alabama, having custody of the  
Great and Principal Seal of said State, do hereby certify that

pursuant to the provisions of Title 10A, Chapter 1, Article 5, *Code of Alabama*  
1975, and upon an examination of the entity records on file in this office, the  
following entity name is reserved as available:

**Pro V & V, Inc.**

This domestic business corporation is proposed to be formed in Alabama and is for  
the exclusive use of Cortni Lloyd, 655 Gallatin Street, Huntsville, AL for a period  
of one hundred twenty days beginning September 9, 2011 and expiring January 7,  
2012.

Total	\$100.00
File	\$100.00
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Exp	\$0.00

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Madison Cnty Judge of Probate, AL  
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In Testimony Whereof, I have hereunto set my  
hand and affixed the Great Seal of the State, at the  
Capitol, in the city of Montgomery, on this day.

September 9, 2011

Date

*Beth Chapman*

Beth Chapman

Secretary of State



**TOMMY RAGLAND  
JUDGE OF PROBATE  
MADISON COUNTY,AL**

ALABAMA  
MADISON COUNTY

I do hereby certify this to be a true copy of the attached document filed and recorded in the  
aforesaid county as evidence by Instrument Number

20110920000492580 in Book No. NA Page No. NA and consists of 10 page/s.

Witness my hand and Official seal this 20<sup>th</sup> day of September 2011.

Tommy Ragland  
JUDGE OF PROBATE

By :  Deputy  
SEAL

Tommy Ragland  
Judge of Probate  
100 NorthSide Square  
Madison County Alabama 35801

Alabama  
Sec. Of State  
New Entity  
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